

ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION given to Joseph P. Steiner and Gregory S. Hamilton hereinafter referred to as the **ASSIGNOR(S)**, who has/have invented a certain improvement relating to:

NOVEL PYRROLIDINE CARBOXYLATE HAIR REVITALIZING AGENTS

for which we have executed an application for Letters Patent to be filed in the United States Patent and Trademark Office.

AND WHEREAS, GUILFORD PHARMACEUTICALS INC., a corporation organized and existing under the laws of the Delaware, whose post office address/business address is:

6611 Tributary Street
Baltimore, Maryland 21224

hereinafter referred to as the **ASSIGNEE**, is desirous of acquiring the entire right, title and interest for the United States in and to said invention and application, including any and all division and continuations thereof, and any and all Letters Patent that may be granted thereon, including any and all renewals, reissues and prolongations thereof.

NOW, WITNESSETH THIS that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, said **ASSIGNOR(S)** hereby assign, sell and transfer to said **ASSIGNEE**, its assigns and legal representatives, the entire exclusive right, title and interest in and to said invention and application, for the United States and elsewhere throughout the world including any and all divisions and continuations thereof, including all rights of priority under the terms of the International Convention for the Protection of Industrial Property, and any and all Letters Patent which may be granted therefor, said **ASSIGNEE** and its assigns and legal representatives to have, hold, exercise and enjoy the said invention and application, including any and all divisions and continuations thereof, and any and all Letters Patent which may be granted therefor, including any and all renewals, reissues and prolongations thereof, with all the rights, powers, privileges, and advantages in any way arising from or pertaining thereto, for and during the term or terms of any and all such Letters Patent when granted, including any and all renewals, reissues, and prolongations thereof, for the use and benefit of said **ASSIGNEE** and its assigns and legal representatives in as ample and beneficial a manner to all intents and purposes as the said **ASSIGNOR(S)** might or could have held and enjoyed the same, if this assignment has not been made.

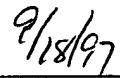
AND said ASSIGNOR(S) hereby agree(s) to execute all papers necessary to file applications in the United States and elsewhere throughout the world for said invention and to assign the same to said ASSIGNEE, or any assignee acquiring title to said invention, and to execute any other papers that may be needed in connection with filing said application and securing Letters Patent thereon.

AND said ASSIGNOR(S) authorize and request the Commissioner of Patents to issue a Letters Patent on said application, and on any and all divisions and continuations thereof, to said ASSIGNEE, its assigns and legal representatives, in accordance herewith.

By:

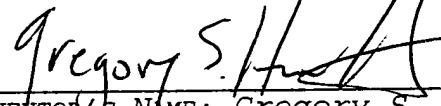


Inventor's Name: Joseph P. Steiner
(sole or first inventor)

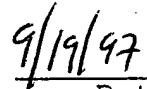


Date

By:



INVENTOR'S NAME: Gregory S. Hamilton
(SECOND JOINT INVENTOR)



Date

ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION given to **GUILFORD PHARMACEUTICALS INC.**, hereinafter referred to as the **ASSIGNOR(S)**, who has/have invented certain new and useful **NOVEL PYRROLIDINE CARBOXYLATE HAIR REVITALIZING AGENTS**, hereinafter referred to as the invention, for which I/we has/have executed an application for Letters Patent to be filed in the United States Patent and Trademark Office.

WHEREAS, **GPI NIL HOLDINGS, INC.**, a corporation organized and existing under the laws of the country/state of Delaware, whose post office address/business address is 222 Delaware Avenue, Wilmington, DE 19899, hereinafter referred to as the **ASSIGNEE**, desires to acquire the entire right, title and interest for the United States and elsewhere throughout the world in and to said invention and application, including any and all divisions and continuations thereof, all rights of priority under the terms of the International Convention for the Protection of Industrial Property, and any and all Letters Patent which may be granted thereon, including any and all renewals, reissues and prolongations thereof.

NOW, WITNESSETH THIS that for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, said **ASSIGNOR(S)** hereby assign(s), sell(s) and transfer(s) to said **ASSIGNEE**, its assigns and legal representatives, the entire right, title and interest for the United States and elsewhere throughout the world, in and to said invention and application, including any and all divisions and continuations thereof, all rights of priority under the terms of the International Convention for the Protection of Industrial Property, and any and all Letters Patent which may be granted thereon, including any and all renewals, reissues and prolongations thereof, with all the rights, powers, privileges, and advantages in any way arising from or pertaining thereto, for and during the term or terms of any and all such Letters Patent when granted, including any and all renewals, reissues and prolongations thereof, for the use and benefit of said **ASSIGNEE** and its assigns and legal representatives, in as ample and as beneficial a manner for all intents and purposes as said **ASSIGNOR(S)** might or could have held and enjoyed the same had this assignment not been made.

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole or first inventor: Joseph P. Steiner

Inventor's Signature Joseph P. Steiner

Date 9/18/77

Residence: 998 Sugar Maple Street, Hampstead, MD 21074

Citizenship: USA

Post Office Address: Same as above

Full name of second inventor: Gregory S. Hamilton

Inventor's Signature Gregory S. Hamilton

Date 9/14/77

Residence: 6501 Frederick Road, Catonsville, MD 21228

Citizenship: USA

Post Office Address: Same as above

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U.S. PATENT AND TRADEMARK OFFICE



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JUNE 29, 1999

PTAS

NATH & ASSOCIATES
GARY M. NATH
1030 15TH STREET, N.W. - 6TH FLOOR
WASHINGTON, D.C. 20005



101021257A

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NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 04/21/1999

REEL/FRAME: 9903/0481
NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

GUILFORD PHARMACEUTICALS INC.

DOC DATE: 04/05/1999

ASSIGNEE:

GPI NIL HOLDINGS, INC.
222 DELAWARE AVENUE
WILMINGTON, DELAWARE 19899

SERIAL NUMBER: 08869426

FILING DATE: 06/04/1997

PATENT NUMBER:

ISSUE DATE:

DOROTHY RILEY, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
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FEBRUARY 26, 1998

PTAS



#100611847A*

NATH & ASSOCIATES
GARY M. NATH
1835 K STREET, N.W., SUITE 750
WASHINGTON, D.C. 20006-1203

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RECORDATION DATE: 01/07/1998

REEL/FRAME: 8894/0426
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
STEINER, JOSEPH P.

DOC DATE: 09/18/1997

ASSIGNOR:
HAMILTON, GREGORY S.

DOC DATE: 09/19/1997

ASSIGNEE:
GUILFORD PHARMACEUTICALS INC.
6611 TRIBUTARY STREET
BALTIMORE, MARYLAND 21224

SERIAL NUMBER: 08869426
PATENT NUMBER:

FILING DATE: 06/04/1997
ISSUE DATE:

MAYA BENNETT, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

DECLARATION FOR PATENT APPLICATION

Atty Docket 23105

As the below-named inventors, we hereby declare that:

Our residences, post office addresses and citizenships are as stated below next to our names.

We believe we are the original inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled:

the specification of which: (check one)

is attached hereto.

was filed on _____, as Serial No. _____,

and was amended on _____ 19 _____ (if applicable).

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to the patentability of this application as defined by 37 CFR § 1.56.

We hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate listed below, and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Applications:

(Application No.)	(Country)	/ / (Day/Month/Year Filed)	Priority Claimed <input type="checkbox"/> <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
(Application No.)	(Country)	/ / (Day/Month/Year Filed)	<input type="checkbox"/> <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
(Application No.)	(Country)	/ / (Day/Month/Year Filed)	<input type="checkbox"/> <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

We hereby appoint Gary M. Nath, Reg. No. 26,965; Irvin A. Lavine, Reg. No. 16,838; Karen Lee Orzechowski, Reg. No. 31,621; and Suet M. Chong, Reg. No. 38,104; as our attorneys to prosecute this application and transact all business in the U.S. Patent and Trademark Office connected therewith.

Direct Telephone Calls to:

Gary M. Nath
(202) 775-8383

Send Correspondence to:
NATH & ASSOCIATES
Suite 750
1835 K Street, N.W.
Washington, D.C. 20006 U.S.A.

We hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by 35 U.S.C. § 112, first paragraph, I/we acknowledge the duty to disclose material information as defined in 37 CFR § 1.56 which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

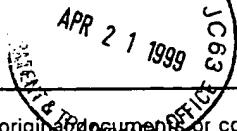
(U.S. Application Serial No.) (U.S. Filing Date) (Status--patented, pending, abandoned)

(U.S. Application Serial No.) (U.S. Filing Date) (Status--patented, pending, abandoned)

04-27-1999



101021257

U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Conveying Party:

GUILFORD PHARMACEUTICALS INC.

Additional names of conveying parties attached.

3. Nature of Conveyance

- | | |
|--|---|
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> Other: | |

Execution Date: April 5, 1999

2. Name and Address of Receiving Party(ies):

Name: GPI NIL HOLDINGS, INC.

Street Address: 222 Delaware Avenue

City, State, Zip: Wilmington, DE 19899

Additional name(s) and address(es) attached.

4. (A) Patent Application Number(s):

08/869,426

If this document is being filed together with a new application, the execution date of the application is:

Additional Numbers Attached.

5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed:

Name: Gary M. Nath
 Address: NATH & ASSOCIATES
 1030 15th Street, N.W. - 6th Floor
 Washington, D.C. 20005

6. Total Number of Applications and Patents Involved:

1

7. Total Fee:

(37 CFR 3.41) \$ 40.00

X Enclosed.

 Authorized to be charged to deposit account.

8. Deposit Account Number:

14-0112

ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT

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9. Statement and Signature:

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing

Gary M. Nath, Reg. No. 26,965

April 21, 1999
Date

Attorney Docket No.: 23105

Total number of pages comprising cover sheet: 1

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B/O FORM PTO-1595 (1/31/92)



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100611847

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of Conveying Party: Joseph P. Steiner and Gregory S. Hamilton		2. Name and Address of Receiving Party(ies): Name: Guilford Pharmaceuticals Inc. Street Address: 6611 Tributary Street City, State, Zip: Baltimore, MD 21224
<input type="checkbox"/> Additional names of conveying parties attached. 3. Nature of Conveyance <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Dates: September 18, 1997 September 19, 1997		<input type="checkbox"/> Additional name(s) and address(es) attached.
4. (A) Patent Application Number(s): If this document is being filed together with a new application, the execution date of the application is:		4. (B) Patent Number(s):
<input type="checkbox"/> Additional Numbers Attached.		
5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed: Name: Gary M. Nath Address: NATH & ASSOCIATES 1835 K Street, N.W. -- Suite 750 Washington, D.C. 20006-1203		6. Total Number of Applications and Patents Involved: 1 7. Total Fee: (37 CFR 3.41) \$ 40.00 X Enclosed. <input type="checkbox"/> Authorized to be charged to deposit account.
8. Deposit Account Number: 14-0112 DO NOT USE THIS SPACE ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT.		
9. Statement and Signature: To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.  Name of Person Signing: Gary M. Nath, Reg. No. 26,965 Date: January 7, 1998 Attorney Docket No.: 23105 Total number of pages comprising cover sheet: 1		